

WC 06-224

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READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page 1 of 2

(1) LOCK BOX # 358145 358145		FCC/MELLOR		NOV 30 2006		12-04-06 3145306 001	
SECTION A - PAYER INFORMATION							
(2) PAYER NAME (If paying by credit card enter name exactly as it appears on the card) <b>Cause Based Commerce Incorporated</b>					(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) <b>\$965.00</b>		
(4) STREET ADDRESS LINE NO. 1 <b>6560 Harrison Avenue</b>							
(5) STREET ADDRESS LINE NO. 2 <b>Suite 302</b>							
(6) CITY <b>Cincinnati</b>					(7) STATE <b>OH</b>	(8) ZIP CODE <b>65247</b>	
(9) DAYTIME TELEPHONE NUMBER (include area code) <b>513-923-9003</b>					(10) COUNTRY CODE (If not U.S.A.)		
FCC REGISTRATION NUMBER (FRN) REQUIRED							
(11) PAYER (FRN) <b>0015173503</b>					(12) FCC ID ONLY		
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 155-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET							
(13) APPLICANT NAME <b>Cause Based Commerce Incorporated</b>							
(14) STREET ADDRESS LINE NO. 1 <b>6560 Harrison Avenue</b>							
(15) STREET ADDRESS LINE NO. 2 <b>Suite 302</b>							
(16) CITY <b>Cincinnati</b>					(17) STATE <b>OH</b>	(18) ZIP CODE <b>65247</b>	
(19) DAYTIME TELEPHONE NUMBER (include area code) <b>513-923-9003</b>					(20) COUNTRY CODE (If not U.S.A.)		
FCC REGISTRATION NUMBER (FRN) REQUIRED							
(21) APPLICANT (FRN) <b>0015173503</b>					(22) FCC ID ONLY		
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET							
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE <b>CUT</b>		(25A) QUANTITY <b>1</b>			
(26A) FEE DUE FOR (PTC)		(27A) TOTAL FEE <b>965.00</b>		(28A) FCC CODE 1			
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY			
(26B) FEE DUE FOR (PTC)		(27B) TOTAL FEE		(28B) FCC CODE 1			
(23C) CALL SIGN/OTHER ID		(24C) PAYMENT TYPE CODE		(25C) QUANTITY			
(26C) FEE DUE FOR (PTC)		(27C) TOTAL FEE		(28C) FCC CODE 1			
SECTION D - CERTIFICATION							
CERTIFICATION STATEMENT I, <u>Julie Musselman</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE <u>Julie M. Musselman</u> DATE <u>11/22/06</u>							

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE (CONTINUATION SHEET) Page No. ___ of ___		SPECIAL USE
		FCC USE ONLY
USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB - ADDITIONAL APPLICANT INFORMATION		
(13) APPLICANT NAME <b>PowerNet Global Communications</b>		
(14) STREET ADDRESS LINE NO. 1 <b>100 Commercial Drive</b>		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY <b>Fairfield</b>	(17) STATE <b>OH</b>	(18) ZIP CODE <b>45014</b>
(19) DAY TIME TELEPHONE NUMBER (include area code) <b>513-645-4932</b>		(20) COUNTRY CODE (if not in U.S.A.)
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) <b>0003778289</b>		(22) FCC USE ONLY
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY
(28F) FCC CODE 1	(29F) FCC CODE 2	

**KELLEY DRYE & WARREN LLP**

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**DIRECT LINE: (312) 857-2350**  
**EMAIL: hkelly@kelleydrye.com**

November 29, 2006

Marlene H. Dortch, Secretary  
Federal Communications Commission  
Wireline Competition Bureau – CPD – 214 Appls.  
P.O. Box 358145  
Pittsburgh, PA 15251-5145

Re: Application of Cause Based Commerce Incorporated for a Transfer of  
Control Involving an Authorized International and Domestic Carrier

Dear Ms. Dortch:

Cause Based Commerce Incorporated hereby file the above-referenced application. Enclosed please find an original and six (6) copies of the application.

Also enclosed is a completed Fee Remittance Form 159 and a check in the amount of \$965.00 to cover the requisite filing fee required for this application.

Pursuant to Section 63.04(b) of the Commission's Rules, Applicants submit this filing as a combined international Section 214 transfer of control application and domestic Section 214 transfer of control application ("Combined Application"). Applicants have filed the Combined Application with the International Bureau through the IBFS filing system.

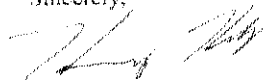
CH00/MUSJ/2148731

KELLEY DRYE & WARREN LLP

November 29, 2006  
Page Two

Please date-stamp the stamp-and-return copy upon receipt and return it to the courier. Should you have any questions with respect to this filing, please contact Julie Musselman at (312) 857-2617.

Sincerely,

A handwritten signature in dark ink, appearing to read 'Henry T. Kelly', is written over a light blue horizontal line.

Henry T. Kelly

HTK/cb

Enclosures

CH01/MUSS/2148731

*Before the*  
**FEDERAL COMMUNICATIONS COMMISSION**  
Washington, D.C. 20554

In the Matter of	)	
	)	
CAUSE BASED COMMERCE INCORPORATED	)	
	)	
ASSIGNEE,	)	WC Docket No. _____
	)	
	)	IB File No. _____
POWERNET GLOBAL COMMUNICATIONS	)	
ASSIGNOR,	)	
	)	
Application for Consent to Assign Certain Assets of a	)	
Company Holding An International Authorization	)	
and a Blanket Domestic Authorization Pursuant to	)	
Section 214 of the Communications Act of 1934, as	)	
Amended	)	

**APPLICATION**

Cause Based Commerce Incorporated ("CBCI") and PowerNet Global Communications ("PNG") (Cause Based Commerce Incorporated and PowerNet Global Communications, together, are "Applicants") by their attorneys, hereby request authority pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. §214 (the "Act"), and Sections 63.04 and 63.24(e) of the Commission's Rules, 47 CFR §§ 63.04, 63.24(e), to assign a portion of the customer base of PNG to CBCI.

Pursuant to the terms of an Agreement ("Agreement") dated September 26, 2006, among CBCI and PNG, CBCI will acquire a portion of the PNG assets/customer base<sup>1</sup> located across the lower 48 contiguous states (the "Affected States"). Accordingly, the Applicants request that the Commission approve the transfer of these customers to CBCI. The assets being transferred do not include any Section 214 authorizations. The Applicants note that concurrent with this filing,

<sup>1</sup> CBCI will acquire approximately 16,000 long distance service customers from PNG

CBCI is also filing an application for global authority under Section 214 to provide international service on a facilities and resale basis. PNG holds authority under Section 214 of the Act to provide domestic and international telecommunications services and will retain that authority post-close.<sup>2</sup>

The proposed transaction is not expected to result in any loss or impairment of service to any of the PNG customers that CBCI will acquire. These customers will continue to receive their existing long distance services at the same rates and under the same service options. Future changes in the rates, terms and conditions of service will be made consistent with Commission requirements. The only material change will be in the customers' long distance service provider. Notice of the change will be provided to customers in accordance with Section 64.1120 of the Commission's Rules.

Pursuant to Section 63.04(b) of the Commission's Rules, 47 C.F.R. § 63.04(b), the Applicants are filing a combined application for the proposed transfer of assets. The Applicants provide below the information required by Section 63.24(e)(2) of the Commission's Rules, 47 C.F.R. § 63.24(e)(2). Exhibit A provides the additional information requested by Section 63.04(a)(6) through (a)(12) of the Commission's Rules, 47 C.F.R. § 63.04(a)(6)-(12).

The Applicants respectfully request streamlined treatment of this Application pursuant to Sections 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §§ 63.03 and 63.12. This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2)(i), because (a) after the proposed transaction, CBCI (including its affiliates) will have a market share in the interstate, interexchange market of substantially less than 10 percent, and will provide competitive services exclusively in areas

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<sup>2</sup> PNG received its international Section 214 authority in File No. 96-557, granted December 5, 1996. PNG holds blanket authority to provide domestic interstate service pursuant to Section 63.01 of the Commission's Rules.

served by a dominant local carrier not a party to the transaction, and (b) CBCI and PNG are not currently dominant with respect to any domestic service, and will not become dominant with respect to any domestic service after consummation of the proposed transaction. This Application also qualifies for streamlined treatment under Section 63.12 because (a) CBCI is not affiliated with a dominant foreign carrier, (b) CBCI will not become affiliated with any foreign carrier as a result of the proposed transaction, and (c) none of the other provisions contained in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12, apply.

The Applicants respectfully request approval of this Application as soon as possible.

## **I. APPLICANTS TO THE TRANSACTION**

### **A. Cause Based Commerce Incorporated [FRN 0015173503]**

CBCI is an Ohio corporation with principal offices at 6460 Harrison Avenue, Suite 302, Cincinnati, Ohio 45247. Founded in 1996, CBCI currently provides telecommunications services in twelve states and has certifications pending in eighteen states.<sup>3</sup> By year's end, CBCI expects to be certified in the lower 48 contiguous states. The customer transfer with PNG and will also increase its service provisioning. Three (3) individuals hold a 10 percent or greater ownership interest in CBCI: Timothy Bischel ("Mr. Bischel"), Mark J. Eicher ("Mr. Eicher"), and David W. Condit ("Mr. Condit"). Mr. Bischel, Mr. Eicher, and Mr. Condit are all U.S. citizens and seasoned telecommunications professionals. Neither Mr. Bischel, nor Mr. Eicher, nor Mr. Condit hold other equity interests in telecommunications carriers in excess of 10 percent.

<sup>3</sup> CBCI is certified and providing service in the following states: Indiana, Iowa, Kentucky, Michigan, Minnesota, Montana, North Carolina, Ohio, Texas, Virginia, Washington, and Wisconsin. CBCI's certification is pending in the following states: Illinois, California, Oregon, Missouri, Maryland, Louisiana, Florida, Pennsylvania, New York, Arizona, Massachusetts, Connecticut, New Hampshire, Tennessee, Kansas, Georgia, Colorado, and New Jersey.

**B. PowerNet Global Communications [FRN 0003-7782-89]**

PNG is an Ohio company with principal offices located at 100 Commercial Drive, Cincinnati, Ohio 45014. Founded in 1992, PNG provides resold local, intraLATA toll and long distance services in forty-eight states to both business and residential customers. PNG has approximately 400,000 active customers. The shareholders owning ten percent (10%) or more of PNG's stock are:

Shareholder Name	Percentage Owned
Bernie Stevens	32.3%
Larry Moses	17.2%
Hubert Dudley	14.0%

**II. DESCRIPTION OF THE TRANSACTION**

On September 26, 2006 CBCI and PNG entered into an Agreement pursuant to which PNG will assign to CBCI approximately 16,000 customers, all located in the Affected States. The proposed transaction does not entail the assignment to CBCI of PNG's FCC authorization. At the close of the transaction, CBCI will provide long distance telecommunication services to the transferred PNG customers pursuant to its own Section 214 authorizations, and PNG will continue to provide service to its remaining customers pursuant to its existing authorizations.

**III. PUBLIC INTEREST STATEMENT**

The transfer of customers to CBCI will serve the public interest. The transfer of a portion of PNG's customer base to CBCI will establish CBCI as a new competitor in the telecommunications marketplace. CBCI is committed and capable of providing high quality services to the PNG transferred customers, as it has proven as a reseller. CBCI has been an agent

in the industry for over ten years, with at least six of those years with PNG. CBCI is currently reselling service using Global Crossing Bandwidth as its wholesale provider. With this experience, CBCI seeks to transition its business plan with this transaction. As noted above, CBCI is currently certified in twelve states and expects to be certified and providing service in the lower 48 contiguous states by the end of the year.

The proposed customer transfer does not present any anti-competitive issues. The proposed transfer of customers to CBCI will have no adverse impact on customers. Furthermore, these customers will continue to receive service at the same rates, terms and conditions that they have prior to the transfer and any future changes in the rates, terms and conditions of service will be made consistent with Commission requirements. To ensure a seamless transition and avoid customer confusion or inconvenience, CBCI will provide advance written notice to the affected customers at least thirty (30) days prior to the transfer, explaining the change in service provider in accordance with applicable Commission requirements for changing a customer's presubscribed carrier. CBCI will file the required notice with the Commission in CC Docket No. 00-257 pursuant to Section 64.1120 of the Commission's Rules, 47 C.F.R. § 64.1120, to comply with the Commission's slamming requirements.

In addition, the customer transfer from PNG to CBCI in the Affected States does not present any competitive concerns. No competitors are eliminated as a result of this transaction, as PNG will continue to provide service as a competitive carrier in the Affected States. Furthermore, the Applicants note that there are a number of other carriers operating in each market, including the incumbent carrier, which in each market controls a substantial market share.

In sum, grant of this Application will serve the public interest by creating a new competitor in the marketplace -- CBCI -- without negatively impacting either the transferred customers or competition in the markets in which PNG operates.

**IV. INFORMATION REQUIRED BY SECTION 63.24(e) OF THE COMMISSION'S RULES**

The Applicants submit the following information pursuant to Section 63.24(e) of the Commission's Rules, including the information requested in Section 63.18:

- (a) Name, address and telephone number of Applicants:

Cause Based Commerce Incorporated (Assignee)  
6460 Harrison Ave.  
Suite 302  
Cincinnati, OH 45247  
Tel: 1-877-474-3662

PowerNet Global Communications (Assignor)  
100 Commercial Drive  
Cincinnati, OH 45014  
Tel: 1-800-860-9495

- (b) Both CBCI and PNG are corporations organized under the laws of Ohio.

- (c) Correspondence concerning this Application should be sent to:

For the Assignee:  
Timothy Bischel  
Cause Based Commerce Incorporated  
6460 Harrison Ave.  
Suite 302  
Cincinnati, OH 45247  
Tel: (513) 923-9003  
Fax: (513) 245-6382  
E-mail Address: [tbischel@causebasedcommerce.com](mailto:tbischel@causebasedcommerce.com)

Henry T. Kelly  
Kelley Drye & Warren LLP  
333 West Wacker Drive, 26<sup>th</sup> Floor  
Chicago, IL 60606  
Tel: (312) 857-7070  
Fax: (312) 857-7095

E-mail Address: [hkelly@kelleydrye.com](mailto:hkelly@kelleydrye.com)

For the Assignor:

Dennis Packer  
General Counsel  
PowerNet Global Communications  
100 Commercial Drive  
Fairfield, OH 45014  
Tel: (513)645-4932  
Fax: (513)645-4960  
e-mail: [dpacker@pngmail.com](mailto:dpacker@pngmail.com)

(d) As noted above, CBCI is concurrently filing an application for global authority under Section 214 to provide international service on a facilities and resale basis. PNG has authority to provide international service on a facilities-based and resale basis as granted in File No. ITC-96-556.

(h) The following entities hold a 10 percent or greater equity interest in CBCI:

(1) Timothy Bischel  
11504 Deer Trace Lane  
Harrison, OH 45030  
Citizenship: US  
Principal Business: Telecomm Management  
Percent Equity: 33.28%

(2) Mark J. Eicher  
4397 Hidden Oaks Lane  
Liberty Twp., OH 45011  
Citizenship: US  
Principal Business: Telecomm Management  
Percent Equity: 33.28%

(3) David W. Condit  
5390 Timberchase Ct.  
Cincinnati, OH 45247  
Citizenship: US  
Principal Business: Telecomm Management  
Percent Equity: 33.28%

CBCI states that following consummation of the transaction, no officer or director of CBCI will also be an officer or director of any foreign carrier.

- (i) As evidenced by the signatures to this Application, CBCI certifies that (a) CBCI is not a foreign carrier and is not affiliated with a foreign carrier, and (b) CBCI will not become a foreign carrier or become affiliated with a foreign carrier post-close.
- (j) As evidenced by the signatures to this Application, CBCI certifies that, through its acquisition of a portion of PNG's customer base, it does not seek to provide international telecommunications services to any destination country where (a) CBCI is a foreign carrier; (ii) CBCI controls a foreign carrier; (iii) any entity that owns more than 25 percent of CBCI, or that controls CBCI, controls a foreign carrier in that country; or (iv) two or more foreign carriers (or Applicants that control foreign carriers) own, in the aggregate, more than 25 percent of CBCI and are Applicants to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.
- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable
- (n) As evidenced by the signatures to this Application, CBCI certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route, and that CBCI will not enter into such agreements in the future.
- (o) As evidenced by the signatures to this Application, Applicants certify that, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, they are not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) Applicants request streamlined processing of this Application pursuant to Section 63.12 of the Commission's Rules, 47 C.F.R. § 63.12. This Application qualifies for streamlined treatment under Section 63.12(c) of the Commission's Rules, because (i) CBCI is not affiliated with a dominant foreign carrier; (ii) CBCI will not become affiliated with any foreign carrier as a result of the proposed transaction; and (iii) none of the other scenarios outlined in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12, apply.

#### **V. INFORMATION REQUIRED BY SECTION 63.04(b) OF THE COMMISSION'S RULES**

In accordance with the requirements of Section 63.04(b) of the Commission's Rules, the additional information required for the domestic Section 214 transfer of control application is provided in **Exhibit A**.

**VI. CONCLUSION**

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

Respectfully submitted,

**PowerNet Global Communications**

By 

Dennis Packer  
General Counsel  
PowerNet Global Communications  
100 Commercial Drive  
Fairfield, OH 45014  
Tel: (513)645-4932  
Fax: (513)645-4960  
e-mail: [dpacker@pngmail.com](mailto:dpacker@pngmail.com)

**Cause Based Commerce Incorporated**

By: 

Timothy Bischel  
Cause Based Commerce Incorporated  
6460 Harrison Ave.  
Suite 302  
Cincinnati, OH 45247  
Tel: (513) 923-9003  
Fax: (513) 245-6382  
E-mail Address:  
[tbischel@causcbasedcommerce.com](mailto:tbischel@causcbasedcommerce.com)

Date: November 20, 2006

**LIST OF EXHIBITS**

EXHIBIT A	Domestic Section 214 Transfer of Control Information
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CIB/KELL/713603.2

## ***EXHIBIT A***

### **DOMESTIC SECTION 214 TRANSFER OF CONTROL INFORMATION**

In accordance with the requirements of Section 63.04(b) of the Commission's Rules, 47 C.F.R. § 63.04, the Applicants provide the following information in support of their request.

#### **63.04(b)(6): Description of the Transaction**

The proposed transaction is described in Section II of the Application.

#### **63.04(b)(7): Description of Geographic Service Area and Services in Each Area**

A description of the geographic service areas and services provided in each area is provided in Section I of the Application.

#### **63.04(b)(8): Presumption of Non-Dominance and Qualification for Streamlining**

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2)(i). Following the consummation of the proposed transaction, CBCI (and its affiliates) will have market share in the interstate, interexchange market of substantially less than 10 percent, and will provide competitive telephone exchange services or exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not party to the transaction. Finally, neither CBCI nor PNG is dominant with respect to any service it provides.

#### **63.04(b)(9): Other Pending Commission Applications Concerning the Proposed Transaction**

None.

#### **63.04(b)(10): Special Considerations**

None.

**63.04(b)(11): Waiver Requests (If Any)**

None.

**63.04(b)(12): Public Interest Statement**

The proposed transaction is in the public interest for the reasons detailed in Section III of the Application.